

**EXHIBIT B**

**(Proposed Order)**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

**ORDER GRANTING TRUSTEE'S MOTION TO RETAIN HIGGS  
JOHNSON TRUMAN BODDEN & CO AS SPECIAL COUNSEL  
NUNC PRO TUNC AS OF MARCH 25, 2009**

The cause having come before the Court upon the motion (the "Motion") of Irving H. Picard, Esq. (the "Trustee"), as trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC ("Debtor" or "BLMIS"), for authority to retain special counsel *nunc pro tunc* as of March 25, 2009, due and proper notice having been given under the circumstances of this case, and the Securities Investor Protection Corporation having specified Higgs Johnson Truman Bodden & Co ("HJTBCO") as special counsel, and the Court being fully advised in the premises,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. Notice of the Motion to those persons and entities who have requested notice of all matters in this case shall be sufficient.
3. The Court finds that HJTBCO is hereby deemed disinterested under 15 U.S.C. § 78eee(b)(6)(B).

4. The Trustee is authorized to retain HJTBCO as special counsel to the Trustee as provided in the Motion, *nunc pro tunc*, as of March 25, 2009.

Dated: New York, New York  
April \_\_\_\_, 2009

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BURTON R. LIFLAND  
UNITED STATES BANKRUPTCY JUDGE